THE REPUBLIC OF THE UNION OF MYANMAR

The Myanmar Investment Commission

PERMIT

Republic of the Union of Myanmar
Form (2)
Sr, No. 284(A)
Date 29-3-2016
Myanmar Investment Commission

Permit No. 725 / 2016

Date 29 , March 2016

This Permit is issued by the Myanmar Investment Commission according to section 13 , sub-section (b) of the Republic of the Union of Myanmar Foreign Investment Law-

(a) Name of Investor/Promoter U MYINT OO

(b) Citizenship MYANMAR

(c) Address NO. 50, YANKIN STREET, SANCHAUNG TOWNSHIP MYAYNIGONE, YANGON REGION

(d) Name and Address of Principal Organization M.K CO.,LTD, NO-333, PYAY ROAD, SANCHAUNG TOWNSHIP, YANGON REGION

(e) Place of incorporation MYANMAR

(f) Type of Investment Business MANUFACTURING AND SALES OF UHT (ULTRA-HIGH-TEMPERATURE) AND PASTEURIZED MILK

(g) Place(s) at which investment is permitted PLOT NO-4/229, NO-312, KAR YA 11 STREET, KAR YA WARD, MINGALARDON TOWNSHIP, YANGON REGION

(h) Amount of Foreign Capital US$ 0.905 MILLION

(i) Period for Foreign Capital Brought in WITHIN (1) YEAR FROM THE DATE OF ISSUANCE OF MIC PERMIT

(j) Total Amount of Capital (Kyat) EQUIVALENT IN KYAT OF US$ 1.131 MILLION (INCLUDING US$ 0.905 MILLION)

(k) Construction period 4 MONTHS

(l) Validity of Investment Permit 50 YEARS

(m) Form of Investment JOINT VENTURE

(n) Name of Company Incorporated in Myanmar DUTCH MILL (MYANMAR) DAIRY CO.,LTD.

Secretary

The Myanmar Investment Commission

ເຫັນພ້ອມຕາມທີ່ສະເໜີ

8 .ກ.ກ. (ຄລໂ)

ຊີ ເຊັ 60 (141Bakala(N1 214027).

09-42019076 .

ပြည်ထောင်စုသမ္မတမြန်မာနိုင်ငံတော်
မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်
ခွင့်ပြုမိန့်

ခွင့်ပြုမိန့်အမှတ် ၇၂၅ / ၂၀၁၆ ၂၀၁၆ ခုနှစ်၊ မတ်လ ၂၉ ရက်

ပြည်ထောင်စုသမ္မတ မြန်မာနိုင်ငံတော် နိုင်ငံခြား ရင်းနှီးမြှုပ်နှံမှု ဥပဒေပုဒ်မ ၁၃၊ ပုဒ်မခွဲ(ခ)အရ ဤခွင့်ပြုမိန့်ကို မြန်မာနိုင်ငံ ရင်းနှီးမြှုပ်နှံမှု ကော်မရှင်က ထုတ်ပေးလိုက်သည်-

(က) ရင်းနှီးမြှုပ်နှံသူ/ကမကထပြုသူအမည် ဦးမြင့်ဦး

(ခ) နိုင်ငံသား မြန်မာ

(ဂ) နေရပ်လိပ်စာ အမှတ်- ၅၀၊ ရန်ကင်းလမ်း၊ စမ်းချောင်းမြို့နယ်၊ မြေနီကုန်း၊ ရန်ကုန်မြို့

(ဃ) ပင်မအဖွဲ့အစည်းအမည်နှင့်လိပ်စာ M.K CO.,LTD. အမှတ်(၃၃၃)၊ ပြည်လမ်း၊ စမ်းချောင်းမြို့နယ်၊ ရန်ကုန်မြို့

(င) ဖွဲ့စည်းရာအရပ် မြန်မာနိုင်ငံ

(စ) ရင်းနှီးမြှုပ်နှံသည့်လုပ်ငန်းအမျိုးအစား သတ်မှတ်အပူချိန်ပေးပြီး ပြင်ဆင်ထားသော နွားနို့ ထုတ်လုပ်ရောင်းချခြင်း

(ဆ) ရင်းနှီးမြှုပ်နှံသည့်အရပ်ဒေသ(များ) မြေကွက်အမှတ်(၄/၂၂၉)၊ အမှတ်(၃၁၂)၊ ကာယ(၁၁)လမ်း၊ ကာယရပ်ကွက်၊ မင်္ဂလာဒုံမြို့နယ်၊ ရန်ကုန်တိုင်းဒေသကြီး

(ဇ) နိုင်ငံခြားမတည်ငွေရင်းပမာဏ အမေရိကန်ဒေါ်လာ ၀.၉၀၅ သန်း

(ဈ) နိုင်ငံခြားမတည်ငွေရင်းယူဆောင်လာရမည့်ကာလ ကော်မရှင်ခွင့်ပြုမိန့်ရရှိသည့်နေ့မှ (၁) နှစ် အတွင်း

(ည) စုစုပေါင်းမတည်ငွေရင်းပမာဏ(ကျပ်) အမေရိကန်ဒေါ်လာ ၁.၁၃၁ သန်းနှင့် ညီမျှသော မြန်မာကျပ်ငွေ (အမေရိကန်ဒေါ်လာ ၀.၉၀၅ သန်း အပါအဝင်)

(ဋ) တည်ဆောက်မှုကာလ ၄လ

(ဌ) ရင်းနှီးမြှုပ်နှံမှုခွင့်ပြုသည့် သက်တမ်း ၅၀ နှစ်

(ဍ) ရင်းနှီးမြှုပ်နှံမှုပုံစံ ဖက်စပ်နိုင်ငံခြားရင်းနှီးမြှုပ်နှံမှု

(ဎ) မြန်မာနိုင်ငံတွင် ဖွဲ့စည်းမည့် ကုမ္ပဏီအမည် DUTCH MILL (MYANMAR) DAIRY CO.,LTD.

အတွင်းရေးမှူး

မြန်မာနိုင်ငံရင်းနှီးမြှုပ်နှံမှုကော်မရှင်

Republic of the Union of Myanmar ★ Myanmar Investment Commission ★
Sr, No.....................
Date.......................

THE REPUBLIC OF THE UNION OF MYANMAR
MYANMAR INVESTMENT COMMISSION
No.(1), Thitsar Road,Yankin Township, Yangon

Tel: 01-658127
Fax: 01-658136

Our ref : DICA-2/FI-725/ 2016(284-A)
Date : 29 March 2016

Subject : **Decision of the Myanmar Investment Commission on the Proposal for "Manufacturing and Sales of UHT (Ultra-High-Temperature) and Pasteurized Milk" under the name of Dutch Mill (Myanmar) Dairy Co.,Ltd.**

Reference: Dutch Mill (Myanmar) Dairy Co.,Ltd. letter dated (11-3-2016).

1. The Myanmar Investment Commission had approved the proposal for investment in "Manufacturing and Sales of UHT (Ultra-High-Temperature) and Pasteurized Milk" under the name of "Dutch Mill (Myanmar) Dairy Co.,Ltd." submitted as a Joint Venture between MK Co.,Ltd. (20%) from the Republic of the Union of Myanmar and Promart International Co.,Ltd. (60%), Mr.Park Kunkhongkaphan (10%), Mr.Paradorn Kunkongkaphan (10%) from Thailand.

2. Hence, the "Permit" is herewith issued in accordance with Chapter VII, section 13(b) of the Republic of the Union of Myanmar Foreign Investment Law and Chapter VIII, Rule 49 of the Foreign Investment Rules relating to the Republic of the Union of Myanmar Foreign Investment Law. Terms and conditions to the "Permit" are stated in the following paragraphs.

3. The permitted duration of the project shall be 50 (fifty) years and extendable for 10(ten) years in 2(two) times commencing from the date of the issuance of Myanmar Investment Commission's permit. The lease term of land and building shall be initial 50 (fifty) years commencing from the date of signing of the Lease Agreement between Daw Tin Tin Htay (lessor) and Dutch Mill (Myanmar) Dairy Co.,Ltd. (lessee) and extendable for 10 (ten) years in 2 (two) times by mutual agreement between the lessor and lessee.

4. The annual rent for the land and building shall be US$ 12,000 (United States Dollar twelve thousand only) per year of the total area measuring 0.358 acre. The rate of rent shall be reviewed and revised after thirty years which is first approved by "Myanmar Investment Commission Permit", and the rate of increase in rent shall not be more than 10% of the previous rent.

5. In issuing this "Permit," the Commission has granted, the followings, exemptions and reliefs as per section 27(a),(h), (i)and (k) of the Republic of the Union of Myanmar Foreign Investment Law. Other exemptions and reliefs under section 27 shall have to be applied upon the actual performance of the project;

(a) As per section 27(a), income tax exemption for a period of five consecutive years including the year of commencement on commercial operation;

(b) As per section 27(h), exemption or relief from customs duty or other internal taxes or both on machineries, equipments, instruments, machinery components, spare parts and materials used in the business which are imported as they are actually required for use during the period of construction of business;

6. Dutch Mill (Myanmar) Dairy Co.,Ltd. shall have to sign the Land and Building Lease Agreement with Daw Tin Tin Htay. After signing the Land Least Agreement and Joint Venture Agreement signed on 20 June 2013 between MK Co.,Ltd., Promart International Co.,Ltd., Mr.Park Kunkhongkaphan and Mr.Paradorn Kunkongkaphan, each of (5) copies shall have to be forwarded to the Commission.

7. Dutch Mill (Myanmar) Dairy Co.,Ltd. shall use its best efforts for timely realization of works stated in the Proposal. If none of such works has been commenced within one year from the date of issue of this "Permit", it shall become null and void.

8. Dutch Mill (Myanmar) Dairy Co.,Ltd. in consultation with the Company Division, Directorate of Investment and Company Administration shall have to be registered. After registration, (5) copies each of Certificate of

Incorporation and Memorandum of Association and Articles of Association shall have to be forwarded to the Commission.

9. Dutch Mill (Myanmar) Dairy Co.,Ltd. shall endeavour to meet the targets for production and for export stated in the proposal as the minimum target.

10. In order to evaluate foreign capital and for the purpose of its registration in accordance with the provisions under Chapter XV, section 37 of the Foreign Investment Law, it is compulsory to report as early as possible in the following manner:-

(a) the amount of foreign currency brought into Myanmar, attached with the necessary documents issued by the respective bank where the account is opened and defined under Chapter XVI, Rules 134 and 135 of the Foreign Investment Rules;

(b) the detailed lists of the type and value of foreign capital defined under Chapter I, section-2(i) of the Foreign Investment Law, other than foreign currency.

11. Whenever Dutch Mill (Myanmar) Dairy Co.,Ltd. brings in foreign capital defined under Chapter I, section-2(i) of the Foreign Investment Law, other than foreign currency in the manner of paragraph 11(b) mentioned above, the Inspection Certificate endorsed and issued by an internationally recognized Inspection Firm with regard to quantity, quality and price of imported materials shall have to be attached.

12. Dutch Mill (Myanmar) Dairy Co.,Ltd. has the right to make account transfer and expend the foreign currency from his bank account in accordance with Chapter XVI, Rule 136 of the Foreign Investment Rules and for transfer of local currency generated from the business to the local currency account opened at the bank by a citizen or a citizen-owned business in the State and right to transfer back the equivalent amount of foreign currency from the foreign currency bank account of citizen or citizen-owned business by submitting the sufficient document in accordance with Chapter XVII, Rule 145 of the Foreign Investment Rules.

13. Dutch Mill (Myanmar) Dairy Co.,Ltd. shall report to the Commission for any alteration in the physical and financial plan of the project. Cost overrun, over and above the investment amount pledged in both local and foreign currency shall have to be reported as early as possible.

14. Dutch Mill (Myanmar) Dairy Co.,Ltd. shall be responsible for the preservation of the environment at and around the area of the project site. In addition to this, it shall carry out as per instructions made by Ministry of Environmental Conservation and Forestry in which to conduct an Environmental Impact Assessment (EIA) Process and an Environmental Management Plan (EMP) which describe the measure to be taken for preventing, mitigation and monitoring significant environmental impacts resulting from the implementation and operation of proposed project or business or activity has to be prepared and submitted and to perform activities in accordance with this EMP and be abided by the environmental policy, Environmental Conservation Law and other environmental related rules and procedures.

15. After getting permit from Myanmar Investment Commission, Dutch Mill (Myanmar) Dairy Co.,Ltd. shall have to be registered at the Directorate of Industrial Supervision and Inspection.

16. After getting permit from Myanmar Investment Commission, Dutch Mill (Myanmar) Dairy Co.,Ltd. must follow National Food Law and it is necessary to get the permission of Food and Drug Administration (FDA) under Ministry of Health.

17. Dutch Mill (Myanmar) Dairy Co.,Ltd. shall have to abide by the Fire Services Department's rules, regulations, directives and instructions. Moreover, fire prevention measures shall have to undertake such as water storage tank, fire extinguishers and provide training to use the fire fighting equipments.

18. Payment of principal and interest of the loan as well as payment for import of raw materials and spare parts etc., shall be made either out of the local sales in Kyat currency and US$ of Dutch Mill (Myanmar) Dairy Co.,Ltd.

19. Dutch Mill (Myanmar) Dairy Co.,Ltd. in consultation with Myanma Insurance, shall effect such types of insurance defined under Chapter XII, Rule 79 and 80 of the Foreign Investment Rules.

(Aung Naing Oo)

Secretary

Managing Director

Dutch Mill (Myanmar) Dairy Co.,Ltd.

cc:
1. Office of the Government of the Republic of the Union of Myanmar
2. Ministry of Home Affairs
3. Ministry of Foreign Affairs
4. Ministry of Environmental Conservation and Forestry
5. Ministry of Electric Power
6. Ministry of Immigration and Population
7. Ministry of Industry
8. Ministry of Commerce
9. Ministry of Finance
10. Ministry of National Planning and Economic Development
11. Ministry of Labour, Employment and Social Security
12. Central Bank of Myanmar
13. Office of the Yangon Region Government
14. Director General, Department of Environmental Conservation
15. Director General, Immigration and National Registration Department
16. Director General, Department of Trade
17. Director General, Internal Revenue Department
18. Director General, Customs Department
19. Director General, Directorate of Investment and Company Administration
20. Director General, Department of Labour
21. Director General, Fire Services Department
22. Managing Director, Myanma Electric Power Enterprise
23. Managing Director, Myanma Foreign Trade Bank
24. Managing Director, Myanma Investment and Commercial Bank
25. Managing Director, Myanma Insurance
26. Chairman, Republic of the Union of Myanmar Federation of Chambers of Commerce and Industry (UMFCCI)